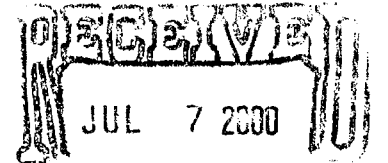


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STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

ILLINOIS COMMERCE COMMISSION
RAILROADS SEC.

=====

THE DEPARTMENT OF TRANSPORTATION)
OF THE STATE OF ILLINOIS, for and)
on behalf of the People of the)
State of Illinois,)

Petitioner,)

v.)

THE BURLINGTON NORTHERN AND)
SANTA FE RAILWAY COMPANY,)
Successor to Chicago Burlington)
and Quincy Railroad Company;)
CITIBANK, N.A., as Trustee)
Under Document No. 97K29140;)
VICTOR ZARRILLI, as Trustee)
Under Document No. 97K29140)
and UNKNOWN OWNERS,)

Respondents.)

Petition for approval of the)
taking of certain properties)
owned by a public utility in)
Kane County, Illinois by)
exercising the right of)
eminent domain.)

=====

Case No. T 00-0051

Parcel No. 1CF0002PE

ANSWER

Now comes Respondent, The Burlington Northern and Santa Fe Railway Company, by its attorneys, Kenneth J. Wysoglad & Associates and for its Answer to Petition for Approval to Take Property states as follows:

1. Respondent admits the existence of the statutory enactments referred to in Paragraph 1 of the Petition for Approval to Take Property. Respondent does not have knowledge sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 1 of the Petition.

2. Respondent does not have knowledge sufficient to form a

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belief as to the truth of the allegations contained in Paragraph 2 of the Petition.

3. Respondent admits the existence of the statutory enactment referred to in Paragraph 3 of the Petition but Respondent denies that Petitioner is entitled to any relief thereunder.

4. Respondent does not have knowledge sufficient to form a belief as to the truth of the allegations contained in Paragraph 4 of the Petition.

5. Respondent admits that at certain time and under certain circumstances Respondent is subject to the jurisdiction of the Illinois Commerce Commission. Respondent denies the remaining allegations contained in Paragraph 5 of the Petition.

6. Respondent admits that it is the title holder to certain real property located in Kane County, Illinois as described in Exhibit A to the Petition. Respondent further admits that said property is located near and adjacent to U.S. Route 30 and Dugan Road in Kane County, Illinois. Respondent further admits that a certain plat depicting certain property is attached to the Petition as Exhibit B. Respondent does not have knowledge sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 6 of the Petition.

7. Respondent does not have knowledge sufficient to form a belief as to the truth of the allegations contained in Paragraph 7 of the Petition.

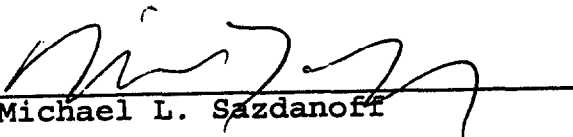
8. Respondent denies the allegations contained in Paragraph 8 of the Petition.

9. Respondent admits the existence of the statutory enactment referred to in Paragraph 9 of the Petition but denies that Petitioner is entitled to any relief thereunder. Respondent does not have knowledge sufficient to form a belief as to the truth of the remaining allegations contained in Paragraph 9 of the Petition.

WHEREFORE, Respondent, The Burlington Northern and Santa Fe Railway Company prays that Petitioner's Petition for Approval to Take Property be denied.

Kenneth J. Wysoglad & Associates

By:


Michael L. Sazdanoff

Michael L. Sazdanoff
Kenneth J. Wysoglad & Associates
Attorneys for Respondent
The Burlington Northern and
Santa Fe Railway Company
118 South Clinton Street
Suite 700
Chicago, Illinois 60661
(312) 441-0333

State of Illinois)
) SS.
County of Cook)

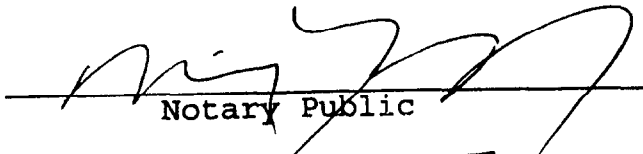
PROOF OF SERVICE

I, Diane J. Hassert, certify that on the 5th day of July, 2000, I served a copy of the foregoing **ANSWER** by depositing same in the U.S. mail depository located at Adams and Clinton Streets, Chicago, Illinois, in envelope(s) with first class postage, prepaid addressed to:

**Mr. Douglas G. Felder
Special Assistant Attorney General
55 West Monroe Street
32nd Floor
Chicago, Illinois 60603**


Diane J. Hassert

Subscribed and Sworn to before me,
this 5th day of July, 2000.


Notary Public

